

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF SERVICE

I, Evan Gershbein, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants, LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On August 14, 2006, I caused to be served the document listed below (i) upon the parties listed on Exhibit A hereto via overnight delivery, (ii) upon the parties listed on Exhibit B hereto via electronic notification, (iii) upon the parties on Exhibit C hereto via facsimile and (iv) upon the parties listed on Exhibit D hereto via postage pre-paid U.S. mail:

- 1) Notice of Modification of Exhibit A to Motion for Order Under 11 U.S.C. § 365 and Fed.R.Bankr.P. 6006 Authorizing (I) Rejection of Remaining Executory Contracts of MobileAria, Inc. and (II) Assumption and Assignment of Executory Contract with DPAC Technologies Corp. (Docket No. 4915) [a copy of which is attached hereto as Exhibit E]

Dated: August 22, 2006

/s/ Evan Gershbein
Evan Gershbein

Subscribed and sworn to (or affirmed) before me on this 22nd day of August, 2006, by Evan Gershbein, personally known to me or proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature : /s/ Amy Lee Huh

Commission Expires: 3/15/09

EXHIBIT A

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
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Freescale Semiconductor, Inc.	Richard Lee Chambers, III		MD: OE16	Austin	TX	78735	512-895-6357	512-895-3090	trey.chambers@freescale.com	Creditor Committee Member
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General Electric Company	Valerie Venable	9930 Kinsey Avenue 1701 Pennsylvania Avenue, NW		Huntersville Washington	NC DC	28078 20006	704-992-5075 202-857-0620	866-585-2386 202-659-4503	valerie.venable@ge.com lhassel@groom.com	Creditor Committee Member Counsel to Employee Benefits
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EXHIBIT B

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Winthrop Couchot Professional Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	mwinthrop@winthropicouchot.com	Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	sokeefe@winthropicouchot.com	Counsel to Metal Surfaces, Inc.
WL Ross & Co., LLC	Oscar Iglesias	600 Lexington Avenue	19th Floor	New York	NY	10022		212-826-1100	212-317-4893	oiglesias@wloss.com	Counsel to WL. Ross & Co., LLC
Womble Carlyle Sandridge & Rice, PLLC	Lillian H. Pinto	300 North Greene Street	Suite 1900	Greensboro	NC	27402		336-574-8058	336-574-4528	lpinto@wcsr.com	Counsel to Armacell
Zeichner Ellman & Krause LLP	Peter Janovsky	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	pjanovsky@zeklaw.com	Counsel to Toyota Tsusho America, Inc.
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	skrause@zeklaw.com	Counsel to Toyota Tsusho America, Inc.

EXHIBIT C

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	PARTY / FUNCTION
Akebono Corporation (North America)	Alan Swiech	34385 Twelve Mile Road		Farmington Hills	MI	48331		248-489-7406	866-609-0888	Vice President of Administration for Akebono Corporation
Damon & Morey LLP	William F. Savino	1000 Cathedral Place	298 Main Street	Buffalo	NY	14202-4096		716-856-5500	716-856-5510	Counsel to Relco, Inc.; The Durham Companies, Inc.
Grant & Eisenhofer P.A.	Geoffrey C. Jarvis	1201 North Market Street	Suite 2100	Wilmington	DE	19801		302-622-7000	302-622-7100	Counsel to Teachers Retirement System of Oklahoma; Public Employees's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfonds ABP
King & Spalding, LLP	Alexandra B. Feldman	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	212-556-2222	Counsel to Martinrea International, Inc.
Kirkland & Ellis LLP	Geoffrey A. Richards	200 East Randolph Drive		Chicago	IL	60601		312-861-2000	312-861-2200	Counsel to Lunt Manufacturing Company
North Point	Michelle M. Harner	901 Lakeside Avenue		Cleveland	OH	44114		216-586-3939	216-579-0212	Counsel to WL. Ross & Co., LLC
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3157	212-373-2053	Counsel to Ambrake Corporation; Akebono Corporation
Schiff Hardin LLP	William I. Kohn	6600 Sears Tower		Chicago	IL	60066		312-258-5500	312-258-5600	Counsel to Means Industries
Terra Law LLP	David B. Draper	60 S. Market Street	Suite 200	San Jose	CA	95113		408-299-1200	408-998-4895	Counsel to Maxim Integrated Products, Inc.

EXHIBIT D

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	PARTY / FUNCTION
Cage Williams & Abelman, P.C.	Steven E. Abelman	1433 Seventeenth Street		Denver	CO	80202		303-295-0202	Counsel to United Power, Inc.
Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202			General Counsel to Jason Incorporated
Professional Technologies Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734		989-385-3230	Corporate Secretary for Professional Technologies Services

EXHIBIT E

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
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(212) 735-3000
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Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

NOTICE OF MODIFICATION OF EXHIBIT A TO MOTION FOR ORDER UNDER
11 U.S.C. § 365 AND FED. R. BANKR. P. 6006 AUTHORIZING (I) REJECTION
OF REMAINING EXECUTORY CONTRACTS OF MOBILEARIA, INC. AND
(II) ASSUMPTION AND ASSIGNMENT OF EXECUTORY
CONTRACT WITH DPAC TECHNOLOGIES CORP. (DOCKET NO. 4721)

PLEASE TAKE NOTICE that, pursuant to the Motion For Order Under 11 U.S.C. § 365 And Fed. R. Bankr. P. 6006 Authorizing (i) Rejection Of Remaining Executory Contracts Of MobileAria, Inc. And (ii) Assumption And Assignment Of Executory Contract With DPAC Technologies Corp. (Docket No. 4721) (the "Motion"), MobileAria, Inc. ("MobileAria"), inter alia, has sought authority to reject certain of its remaining executory contracts, which were listed on Exhibit A to the Motion (collectively, the "Remaining Agreements") and to assume a certain other agreement and assign that agreement to Wireless Matrix USA, Inc. ("Wireless Matrix").

PLEASE TAKE FURTHER NOTICE that MobileAria hereby modifies the schedule of the Remaining Agreements to remove (a) that certain Computer Consulting And Programming Services (On-Shore/Off-Shore) Master Agreement between MobileAria and Mascon IT Limited ("Mascon") dated September 10, 2004 (the "Mascon Agreement") and (b) that certain Consulting Agreement between North American Mobile Solutions, LLC ("NAMS") and MobileAria dated effective September 1, 2005 (the "NAMS Agreement"). A revised schedule of the Remaining Agreements is attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that MobileAria hereby further modifies the relief sought pursuant to the Motion to request authority to assume each of the Mascon Agreement and the NAMS Agreement and to assign each of the Mascon Agreement and the NAMS Agreement to Wireless Matrix.

PLEASE TAKE FURTHER NOTICE that MobileAria asserts that its obligations under sections 365(b) and 365(f) of the Bankruptcy Code with respect to the Mascon Agreement will be fully met by the payment of \$22,922.54 to Mascon to cure an outstanding prepetition payment default (the "Mascon Cure Amount"). MobileAria further asserts that its obligations

under sections 365(b) and 365(f) of the Bankruptcy Code with respect to the NAMS Agreement will be fully met by the payment of \$4,480.00 to NAMS to cure an outstanding prepetition payment default (the "NAMS Cure Amount" and, collectively with the Mascon Cure Amount, the "Cure Amounts").

PLEASE TAKE FURTHER NOTICE that Wireless Matrix has expressly requested the modifications to the Motion described herein and each of Mascon and NAMS have expressly consented in writing to the assumption and assignment to Wireless Matrix of the Mascon Agreement and the NAMS Agreement, respectively, and to the Cure Amounts.

Dated: New York, New York
August 14, 2006

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

EXHIBIT A

REMAINING AGREEMENTS

AGREEMENT	CONTACT/PARTY ADDRESS
Fleet Telematics Services Agreement effective December 30, 2004 between MobileAria, Inc. and Austin Powder Company	Austin Powder Company 25800 Science Park Drive Cleveland, OH 44122
Emergency Call Center Services Agreement effective April 24, 2003 between MobileAria, Inc. and Cross Country Global ITS Services, Corp.	Cross Country Global ITS Services Corp. One Cabot Road Medford, MA 02155 Cross Country Global ITS Services Corp. Attn: Peter Van Alstine 4040 Mystic Valley Parkway Medford, MA 02155
Consulting Agreement between MobileAria, Inc. and C.J. Driscoll & Associates dated September 8, 2005	CJ Driscoll & Associates 2636 Via Carrillo Palos Verdes Estates, CA 90274
Consulting Services Agreement between MobileAria, Inc. and Saama Technologies, Inc. dated February 23, 2001	Saama Technologies, Inc. 6203 San Ignacio Boulevard, St 101 San Jose, CA 95119
Assistance Agreement between Delco Electronics Corporation (n/k/a Delphi Automotive Systems LLC) and MobileAria, Inc. dated December 2000	Delco Electronics Corporation/Delphi Automotive Systems LLC Attn: Carlos Peredo, Venture Development Director P.O. Box 9005 Kokomo, IN 46904-9005 Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902
Management Rights Agreement between MobileAria, Inc. and Mayfield Xi and Mayfield XI Qualified dated August 17, 2000	Janice Roberts Mayfield Principals Fund II LLC, Mayfield XI, L.P., Mayfield XI Qualified L.P. 2800 Sand Hill Road #240 Menlo Park, CA 94025

AGREEMENT	CONTACT/PARTY ADDRESS
Amended and Restated Investor Rights Agreement by and among MobileAria, Inc., the Common Holders, Series A Holders and the Purchasers (all as defined therein) dated August 15, 2002	Janice Roberts Mayfield Principals Fund II LLC, Mayfield XI, L.P., Mayfield XI Qualified L.P., Mayfield Associates Fund V LP 2800 Sand Hill Road #240 Menlo Park, CA 94025
	Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090
	Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902
	Dan Kolkowitz 26830 Elena Road Los Altos, CA 94022-3314
	Thomas O'Gara Family Trust c/o Thomas O'Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037
	Thomas O'Gara 88833 West Olympic Blvd Beverly Hills CA, 90212
	Tom O'Gara, Trustee 112 Price Lane Bellevue, Idaho 83313
	Palm, Inc. Attn: Jon Shanberge 950 W. Maude Ave. Sunnyvale, CA 94085
	Palm, Inc. Attn: Gabriel Acosta-Lopez 5470 Great America Parkway Santa Clara, CA 95052-8007

AGREEMENT	CONTACT/PARTY ADDRESS
Amended and Restated Right of First Refusal and Co-Sale Agreement by and among MobileAria, Inc., the Common Holders, Series A Holders and the Series B Holders (all as defined therein) dated August 15, 2002	Janice Roberts Mayfield Principals Fund II LLC, Mayfield XI, L.P., Mayfield XI Qualified L.P., Mayfield Associates Fund V LP 2800 Sand Hill Road #240 Menlo Park, CA 94025
	Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090
	Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902
	Dan Kolkowitz 26830 Elena Road Los Altos, CA 94022-3314
	Thomas O’Gara Family Trust c/o Thomas O’Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037
	Thomas O’Gara 88833 West Olympic Blvd Beverly Hills CA, 90212
	Tom O’Gara, Trustee 112 Price Lane Bellevue, Idaho 83313
	Palm, Inc. Attn: Jon Shanberge 950 W. Maude Ave. Sunnyvale, CA 94085
	Palm, Inc. Attn: Gabriel Acosta-Lopez 5470 Great America Parkway Santa Clara, CA 95052-8007

AGREEMENT	CONTACT/PARTY ADDRESS
<p>Amended and Restated Voting Agreement by and among MobileAria, Inc., the Common Holders, Series A Holders and the Series B Holders (all as defined therein) dated August 15, 2002</p>	<p>Janice Roberts Mayfield Principals Fund II LLC, Mayfield XI, L.P., Mayfield XI Qualified L.P., Mayfield Associates Fund V LP 2800 Sand Hill Road #240 Menlo Park, CA 94025</p> <p>Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902</p> <p>Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090</p> <p>Dan Kolkowitz 26830 Elena Road Los Altos, CA 94022-3314</p> <p>Thomas O’Gara Family Trust c/o Thomas O’Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037</p> <p>Thomas O’Gara 88833 West Olympic Blvd Beverly Hills CA, 90212</p> <p>Tom O’Gara, Trustee 112 Price Lane Bellevue, Idaho 83313</p> <p>Palm, Inc. Attn: Jon Shanberge 950 W. Maude Ave. Sunnyvale, CA 94085</p> <p>Palm, Inc. Attn: Gabriel Acosta-Lopez 5470 Great America Parkway Santa Clara, CA 95052-8007</p>
<p>Amended and Restated Warrant to Purchase Preferred Stock between MobileAria, Inc. and Thomas M. O’Gara Family Trust dated April 19, 2002</p>	<p>Thomas O’Gara Family Trust c/o Thomas O’Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037</p> <p>Thomas O’Gara 88833 West Olympic Blvd Beverly Hills CA, 90212</p> <p>Tom O’Gara, Trustee 112 Price Lane Bellevue, Idaho 83313</p>

AGREEMENT	CONTACT/PARTY ADDRESS
Amended and Restated Warrant to Purchase Preferred Stock between MobileAria, Inc. and Thomas M. O'Gara Family Trust dated April 19, 2002	<p>Thomas O'Gara Family Trust c/o Thomas O'Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037</p> <p>Thomas O'Gara 88833 West Olympic Blvd Beverly Hills CA, 90212</p> <p>Tom O'Gara, Trustee 112 Price Lane Bellevue, Idaho 83313</p>
Amended and Restated Warrant to Purchase Preferred Stock between Seller and Mayfield Associates Fund V LP dated April 19, 2002	<p>Janice Roberts Mayfield Associates Fund V L.P. 2800 Sand Hill Road #240 Menlo Park, CA 94025</p>
Amended and Restated Warrant to Purchase Preferred Stock between Seller and Mayfield Principals Fund II LLC dated April 19, 2002	<p>Janice Roberts Mayfield Principals Fund II LLC 2800 Sand Hill Road #240 Menlo Park, CA 94025</p>
Amended and Restated Warrant to Purchase Preferred Stock between Seller and Mayfield XI, LP dated April 19, 2002	<p>Janice Roberts Mayfield XI, L.P. 2800 Sand Hill Road #240 Menlo Park, CA 94025</p>
Amended and Restated Warrant to Purchase Preferred Stock between Seller and Mayfield XI Qualified LP dated April 19, 2002	<p>Janice Roberts Mayfield XI Qualified L.P. 2800 Sand Hill Road #240 Menlo Park, CA 94025</p>
Amended and Restated Warrant to Purchase Preferred Stock between MobileAria, Inc. and Delphi Automotive Systems LLC dated April 19, 2002	<p>Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090</p> <p>Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902</p>
Warrant to Purchase Preferred Stock between MobileAria, Inc. and Thomas M. O'Gara Family Trust dated May 31, 2002	<p>Thomas O'Gara Family Trust c/o Thomas O'Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037</p> <p>Thomas O'Gara 88833 West Olympic Blvd Beverly Hills CA, 90212</p> <p>Tom O'Gara, Trustee 112 Price Lane Bellevue, Idaho 83313</p>

AGREEMENT	CONTACT/PARTY ADDRESS
Warrant to Purchase Preferred Stock between MobileAria, Inc. and Thomas M. O'Gara Family Trust dated May 31, 2002	<p>Thomas O'Gara Family Trust c/o Thomas O'Gara and Paul Wassenaar, Esq. 2223 Avenida Dela Playa #104 La Jolla, CA 92037</p> <p>Thomas O'Gara 88833 West Olympic Blvd Beverly Hills CA, 90212</p> <p>Tom O'Gara, Trustee 112 Price Lane Bellevue, Idaho 83313</p>
Business Development Agreement between MobileAria, Inc. and Palm, Inc. dated October 2000.	<p>Palm, Inc. Attn: Jon Shanberge 950 W. Maude Ave. Sunnyvale, CA 94085</p> <p>Palm, Inc. Attn: Gabriel Acosta-Lopez 5470 Great America Parkway Santa Clara, CA 95052-8007</p> <p>Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902</p>
Business Development Agreement between MobileAria, Inc. and Delphi Automotive Systems LLC dated October 2000.	<p>Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090</p> <p>Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902</p>
Limited Software License Agreement between MobileAria, Inc. and Delphi Automotive Systems LLC dated May, 2001	<p>Delphi Automotive Systems LLC 1441 W. Long Lake P.O. Box 5090 Troy, MI 48098-5090</p> <p>Bob Schumacher c/o Delphi Automotive Systems LLC 2151 E. Lincoln Road MS CT50I Kokomo, IN 46902</p>
Master Agreement effective September 21, 2001 between MobileAria, Inc. and Forrester Research Inc.	<p>Forrester Research Inc. 400 Technology Square Cambridge, MA 02139</p>

AGREEMENT	CONTACT/PARTY ADDRESS
International Value Added Reseller Agreement entered into February 14, 2003 between Orbcomm LLC and MobileAria, Inc., as amended by the Letter Renewal to the US Value Added Reseller Agreement between MobileAria, Inc. and Orbcomm LLC dated May 10, 2006.	Orbcomm LLC 21700 Atlantic Blvd. Dulles, Virginia 20166
Source Code License Agreement between MobileAria, Inc. and Sierra Wireless USA, Inc. dated May 17, 2005.	Sierra Wireless USA, Inc. Attn: Chief Technical Officer 2290 Cosmos Court Carlsbad, CA 92009